

Systemax, Inc.  
11 Harbor Park Drive  
Port Washington, New York 11050

April 9, 2009

Circuit City Stores, Inc.  
Circuit City Stores West Coast, Inc.  
9950 Mayland Avenue  
Richmond, VA 23233  
Attn: Danny W. Ramsey, Esq.

Re: Asset Purchase Agreement

Gentlemen:

Reference is made to that certain Asset Purchase Agreement (the "Agreement"), dated as of April 5, 2009, among Systemax, Inc., as Buyer, and Circuit City Stores West Coast, Inc. and Circuit City Stores, Inc., as Sellers.

We agree to amend Section 5.07(a)(iii) to the Agreement to read as follows:

"(iii) approving payment of the Break-up Fee and the Expense Reimbursement if, and only if (A) (1) Buyer is not in breach of or default under this Agreement, (2) this Agreement is not conditioned on conducting any further, or completing, due diligence or any financing contingency, and (3) the Sellers consummate a transaction with a higher or otherwise better bidder at the Auction for the sale of all or substantially all of the Acquired Assets, or (B) the Sellers terminate the bidding process or the Auction; and"

We agree to amend Section 7.01(a)(x) to the Agreement to read as follows:

"by the Sellers or Buyer if the Sellers terminate the bidding process or the Auction for the Acquired Assets."

Please confirm the amendments to the Agreement as provided above by signing a copy of this letter agreement in the space provided below.

Sincerely,

**Systemax, Inc.**

By: /s/ Curt Rush

Name: Curt Rush

Title: General Counsel & Secretary

Agreed and accepted as of the date  
first written above:

**Circuit City Stores West Coast, Inc.**

By: /s/ Daniel W. Ramsey

Name: Daniel W. Ramsey

Title: President

**Circuit City Stores, Inc.**

By: /s/ James Marcum

Name: James Marcum

Title: Vice Chairman, Acting CEO & President